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SEP 24 2003

Michael N. Milby, Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re ENRON CORPORATION SECURITIES
AND ERISA LITIGATIONS

Civil Action No. H-01-3624
(Consolidated)

This Document Relates To:

MARK NEWBY, *et al.*,

Plaintiffs,

v.

ENRON CORP., *et al.*,

Defendants.

THE REGENTS OF THE UNIVERSITY OF
CALIFORNIA, *et al.*,

Plaintiffs,

v.

KENNETH LAY, *et al.*,

Defendants.

WASHINGTON STATE INVESTMENT BOARD
and EMPLOYER-TEAMSTERS LOCAL NOS.
175 and 505 PENSION TRUST FUND, *et al.*,

Plaintiffs,

v.

KENNETH LAY, *et al.*,

Defendants.

PAMELA M. TITTLE, *et al.*,

Plaintiffs,

v.

ENRON CORP.,

Defendant.

MOTION BY SETTLEMENT CLASS
MEMBERS JAMES H. ALLEN, JR.,
BURTON W. CARLSON, JR.,
MICHAEL T. DE FREECE,
MARCIA A. DE FREECE, ANDREW E.
KRINOCK, PHYLLIS A. KRINOCK,
PARTCOM LIMITED PARTNERSHIP,
REED PARTNERS, L.P., FORMERLY
KNOWN AS REED FAMILY LTD.
PARTNERSHIP, F. WALKER TUCEI,
JUNE P. TUCEI, ROMAN H. UHING,
ALVERA A. UHING and VIETS
FAMILY ASSOCIATES, LLP FOR
PERMISSION TO INTERVENE
FOR THE PURPOSE OF OBJECTING
TO THE PROPOSED PARTIAL
SETTLEMENT

1686

Settlement Class Members James H. Allen, Jr., Burton W. Carlson, Jr., Michael T. De Freece, Marcia A. De Freece, Andrew E. Krinock, Phyllis A. Krinock, Partcom Limited Partnership, Reed Partners, L.P., formerly known as Reed Family Ltd. Partnership, F. Walker Tucei, June P. Tucei, Roman H. Uhing, Alvera A. Uhing, and Viets Family Associates, LLP (hereinafter “the Objecting Class Members”), by their counsel Fensterstock & Partners LLP, request that they be permitted to intervene for the purpose of objecting to the proposed partial settlement set forth in the Stipulation of Partial Settlement and Addenda Nos. 1 and 2 thereto, dated as of August 29, 2003 (the “Stipulation of Partial Settlement”).

1. The Objecting Class Members, all Newby Settlement Class Members as defined in paragraph 1.21 of the Stipulation of Partial Settlement, are filing Objections and a Memorandum in Support of Objections in accordance with the procedure set forth in this Court’s Order Preliminarily Approving Settlement dated July 24, 2003.

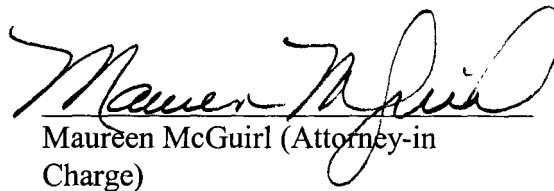
2. In order to preserve their rights, including their right to appeal any adverse ruling by the Court on the merits of their Objections and for the reasons set forth in the accompanying Memorandum of Law, the Objecting Class Members request that they be permitted to intervene in this action pursuant to Rule 24 of the Federal Rules of Civil Procedure.

3. The Objecting Class Members satisfy the requirements for intervention as shown in the accompanying Memorandum Of Law In Support Of The Motion.

4. The movant has conferred with respondents, and counsel cannot agree about the disposition of the motion.

Dated: September 23, 2003

FENSTERSTOCK & PARTNERS LLP

By 
Maureen McGuirl (Attorney-in
Charge)

(New York State Bar - 1637354;
California State Bar - 104071;
S.D. Texas - *Pro Hac Vice Pending*)

Of Counsel:

Blair C. Fensterstock
(New York State Bar - 112110;
S.D. Texas - *Pro Hac Vice Pending*)

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New York, NY 10005
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Roy B. Oser (New York State Bar - 2264273;
S.D. Texas - *Pro Hac Vice Pending*)

Attorneys for James H. Allen, Jr., Burton W. Carlson, Jr., Michael T. DeFreece, Marcia A. De Freece, Andrew E. Krinock, Phyllis A. Krinock, Partcom Limited Partnership, Reed Partners, L.P., formerly known as Reed Family Ltd. Partnership, F. Walker Tucei, June P. Tucei, Roman H. Uhing, Alvera A. Uhing, and Viets Family Associates, LLP

CERTIFICATE OF SERVICE

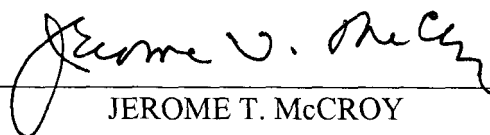
The undersigned certifies under penalty of perjury that a true and correct copy of the following documents:

1. Motion by Settlement Class Members James H. Allen, Jr., Burton W. Carlson, Jr., Michael T. De Freece, Marcia A. De Freece, Andrew E. Krinock, Phyllis A. Krinock, Partcom Limited Partnership, Reed Partners, L.P., Formerly Known as Reed Family Ltd. Partnership, F. Walker Tucei, June P. Tucei, Roman H. Uhing, Alvera A. Uhing and Viets Family Associates, LLP for Permission to Intervene for the Purpose of Objecting to the Proposed Partial Settlement;
2. Memorandum of Law in Support of Motion by James H. Allen, Jr., Burton W. Carlson, Jr., Michael T. De Freece, Marcia A. De Freece, Andrew E. Krinock, Phyllis A. Krinock, Partcom Limited Partnership, Reed Partners, L.P., Formerly Known as Reed Family Ltd. Partnership, F. Walker Tucei, June P. Tucei, Roman H. Uhing, Alvera A. Uhing and Viets Family Associates, LLP for Permission to Intervene for the Purpose of Objecting to the Proposed Partial Settlement;
3. [Proposed] Order Granting Motion to Intervene;
4. Motion & Order for Admission *Pro Hac Vice* by Maureen McGuirl;
5. Motion & Order for Admission *Pro Hac Vice* by Blair C. Fensterstock; and
6. Motion & Order for Admission *Pro Hac Vice* by Roy B. Oser

have been served via electronic mail to serve@ESL3624.com, pursuant to the Court's Order dated August 7, 2002, this 23rd day of September, 2003.

Further, on the same day, the above documents have been served via overnight mail, United Parcel Service, prepaid, on the following party, who does not accept service by electronic mail:

Carolyn S. Schwartz
United States Trustee, Region 2
33 Whitehall Street, 21st Floor
New York, NY 10004.


JEROME T. McCROY